

UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF INDIANA
NEW ALBANY DIVISION

IN RE:) Chapter 11
)
EASTERN LIVESTOCK CO., LLC) Case No. 10-93904-BHL-11
)
Debtor.) Hon. Basil H. Lorch III

**APPLICATION FOR APPROVAL OF EMPLOYMENT OF DEVELOPMENT
SPECIALISTS, INC. AS CONSULTANT TO CHAPTER 11 TRUSTEE**

James A. Knauer, the chapter 11 trustee appointed in this case ("Trustee"), respectfully moves this Court for an order, substantially in the form attached hereto as Exhibit A, authorizing the Trustee to employ Development Specialists, Inc. ("DSI") as consultant to the Trustee in the above-captioned chapter 11 case ("Chapter 11 Case"). In support of this Application for Approval of Employment of Development Specialists, Inc. as Consultant to Chapter 11 Trustee ("Application"), the Trustee respectfully represents the following:

1. The Trustee wishes to employ DSI as a consultant in the Chapter 11 Case in order to maximize the value of all assets of the estate and utilize DSI's substantial knowledge of and experience with the operations of Eastern Livestock Co., LLC ("Debtor").

2. The Trustee selected DSI because DSI, as the prepetition state-court appointed receiver over Debtor's assets and the interim custodian of Debtor's assets pursuant to this Court's order (Docket No. 35), has extensive experience with and knowledge of Debtor's operations. Further, DSI is well recognized in the Debtor's industry and has significant experience with respect to the types of matters for which the Trustee seeks to employ DSI, all as more fully explained in the letter attached hereto as Exhibit B. Accordingly, the Trustee believes that DSI is well qualified to serve as consultant to the Trustee in the Chapter 11 Case.

3. DSI will assist the Trustee and Trustee's counsel with a wide variety of matters, including but are not limited to:

- (a) Review of Debtor's books and records;
- (b) Analysis of claims;
- (c) Investigation of demands, claims and causes of action that the Trustee may hold;
- (d) Research and analysis with regard to the Trustee's efforts to obtain possession of assets and assist with the disposition of assets of the estate;
- (e) Assist with preparation of bankruptcy schedules and statement of financial affairs;
- (f) Preparation of monthly reporting to the Court;
- (g) Collection of accounts receivable;
- (h) Provide support for current and future litigation; and
- (i) Such other matters as the Trustee may request.

4. DSI is disinterested as that term is defined in 11 U.S.C. § 101. It neither represents nor holds any interest adverse to the interests of the bankruptcy estate with respect to the matters on which DSI is to be employed. Except as disclosed in the Affidavit of Elizabeth M. Lynch in Support of Application For Approval of Employment of Development Specialists, Inc. as Consultant to the Chapter 11 Trustee ("Lynch Affidavit") attached as Exhibit C, DSI has no affiliation with the Debtor, creditors, any other party in interest, their respective attorneys and accountants, the United States Trustee, or any person employed in the office of the United States Trustee.

5. Subject to Court approval, and in accordance with section 330(a) of the Bankruptcy Code, and any order authorizing interim compensation procedures by this Court, the Trustee desires to employ DSI on an hourly fee basis at its rates for similar employment, plus reimbursement of all actual and necessary expenses incurred by DSI in connection with this engagement. Elizabeth M. Lynch will be the DSI professional principally responsible for this engagement and her standard hourly rate is \$385/hr. Other DSI professionals who may work on this engagement and their current standard hourly rates are: Patrick J. O'Malley (\$525/hr), Clare M. Pierce (\$365/hr), Alan J. Omori (\$365/hr), Jill E. Costie (\$285/hr) and farm manager (\$125/hr).

These hourly rates are subject to periodic adjustments to reflect economic and other conditions. The Trustee believes the proposed rates are reasonable.

6. No actual conflict of interest exists with respect to DSI's proposed employment as consultant to the Trustee.

WHEREFORE, the Trustee respectfully requests that its employment of DSI as consultant in this case be approved, and for all other just and proper relief.

Respectfully submitted,

BAKER & DANIELS LLP

By: /s/ Terry E. Hall

Terry E. Hall (#22041-49)
300 N. Meridian Street, Suite 2700
Indianapolis, Indiana 46204
Telephone: (317) 237-0300
Facsimile: (317) 237-1000
terry.hall@bakerd.com

Proposed Counsel to Trustee

CERTIFICATE OF SERVICE

I hereby certify that on December 30, 2010, a copy of the foregoing pleading was filed electronically. Notice of this filing will be sent to the following parties through the Court's Electronic Case Filing System. Parties may access this filing through the Court's system.

David L. Abt
davidabt@mwt.net

C. R. Bowles, Jr
crb@gdm.com

John Hunt Lovell
john@lovell-law.net

Mark A. Robinson
mrobinson@vhrlaw.com

Jesse Cook-Dubin
jcookdubin@vorys.com

Edward M King
tking@fbtlaw.com

Randall D. LaTour
rdlatour@vorys.com

John R. Carr, III
jrciii@acs-law.com

Bret S. Clement
bclement@acs-law.com

Daniel J. Donnellon
ddonnellon@fclaw.com

Stephen A. Weigand
sweigand@fclaw.com

John Frederick Massouh
john.massouh@sprouselaw.com

John W. Ames
jwa@gdm.com

Robert Hughes Foree
robertforee@bellsouth.net

Kim Martin Lewis
kim.lewis@dinslaw.com

Jeremy S Rogers
Jeremy.Rogers@dinslaw.com

Ivana B. Shallcross
ibs@gdm.com

Deborah Caruso
dcaruso@daleeke.com

Meredith R. Thomas
mthomas@daleeke.com

William Robert Meyer, II
rmeyer@stites.com

Allen Morris
amorris@stites.com

Charles R. Wharton
Charles.R.Wharton@usdoj.gov

I further certify that on December 30, 2010, a copy of the foregoing pleading was mailed by first-class U.S. Mail, postage prepaid and properly addressed, to the following:

Eastern Livestock Co., LLC
135 W. Market Street
New Albany, IN 47150

/s/ Terry E. Hall